

**UNITED STATES DISTRICT COURT
FOR THE DISTRICT OF PUERTO RICO**

<div>In re:</div> <div>THE FINANCIAL OVERSIGHT AND MANAGEMENT BOARD FOR PUERTO RICO,</div> <div>as representative of</div> <div>THE COMMONWEALTH OF PUERTO RICO, <i>et al.</i>,</div> <div>Debtor.¹</div>	<div>PROMESA Title III</div> <div>Case No. 17 BK 3283-LTS</div> <div>(Jointly Administered)</div> <div>Re: ECF No. 10839</div>
<div>In re:</div> <div>THE FINANCIAL OVERSIGHT AND MANAGEMENT BOARD FOR PUERTO RICO,</div> <div>as representative of</div> <div>THE EMPLOYEES RETIREMENT SYSTEM OF THE GOVERNMENT OF THE COMMONWEALTH OF PUERTO RICO.</div> <div>Debtor.</div>	<div>PROMESA Title III</div> <div>Case No. 17 BK 3566-LTS</div> <div>(Jointly Administered)</div> <div>Re: ECF No. 810</div>

**NOTICE OF SUBMISSION OF FOURTH REVISED PROPOSED
ORDER (A) ESTABLISHING PRE-SOLICITATION
PROCEDURES FOR CERTAIN HOLDERS OF RETIREMENT
BENEFIT CLAIMS, (B) ESTABLISHING PROCEDURES AND DEADLINES
FOR SUBMISSION OF INFORMATION NECESSARY FOR SOLICITATION
OF ACCEPTANCE OR REJECTION OF PLAN OF ADJUSTMENT,
AND (C) APPROVING FORM AND MANNER OF NOTICE THEREOF**

- ¹ The Debtors in these Title III Cases, along with each Debtor's respective Title III case number and the last four (4) digits of each Debtor's federal tax identification number, as applicable, are the (i) Commonwealth of Puerto Rico (Bankruptcy Case No. 17-BK-3283-LTS) (Last Four Digits of Federal Tax ID: 3481); (ii) Puerto Rico Sales Tax Financing Corporation ("COFINA") (Bankruptcy Case No. 17-BK-3284-LTS) (Last Four Digits of Federal Tax ID: 8474); (iii) Puerto Rico Highways and Transportation Authority ("HTA") (Bankruptcy Case No. 17-BK-3567-LTS) (Last Four Digits of Federal Tax ID: 3808); (iv) Employees Retirement System of the Government of the Commonwealth of Puerto Rico ("ERS") (Bankruptcy Case No. 17-BK-3566-LTS) (Last Four Digits of Federal Tax ID: 9686); (v) Puerto Rico Electric Power Authority ("PREPA") (Bankruptcy Case No. 17-BK-4780-LTS) (Last Four Digits of Federal Tax ID: 3747); and (vi) Puerto Rico Public Buildings Authority ("PBA") (Bankruptcy Case No. 19-BK-5523-LTS) (Last Four Digits of Federal Tax ID: 3801) (Title III case numbers are listed as Bankruptcy Case numbers due to software limitations).

PLEASE TAKE NOTICE that, on February 11, 2020, the Financial Oversight and Management Board for Puerto Rico (the “Oversight Board”) filed the *Motion of the Commonwealth of Puerto Rico and the Employees Retirement System of the Government of the Commonwealth of Puerto Rico for an Order (A) Establishing Pre-Solicitation Procedures for Certain Holders of Retirement Benefit Claims, (B) Establishing Procedures and Deadlines for Submission of Information Necessary for Solicitation of Acceptance or Rejection of Plan of Adjustment by Such Claimants, and (C) Approving Form and Manner of Notice Thereof* [Case No. 17-3283, ECF No. 10839, Case No. 17-3566, ECF No. 810] (the “Motion”).²

PLEASE TAKE FURTHER NOTICE that, on February 26, 2020, the Oversight Board filed a revised proposed order [ECF No. 11777] (the “Revised Proposed Order”) incorporating certain changes in response to informal requests to amend the proposed order attached to the Motion.

PLEASE TAKE FURTHER NOTICE that, on March 4, 2020, the Court held an omnibus hearing (the “Hearing”) where it heard oral argument on the Motion and Revised Proposed Order, and, consistent with the Oversight Board’s proposal in response to the Court’s comments at the Hearing, approved the Revised Proposed Order, conditioned on the submission of a further revised proposed order reflecting changes requested at the Hearing (the “Revisions”).

PLEASE TAKE FURTHER NOTICE that, on March 6, 2020, the Oversight Board filed a second revised proposed order [ECF No. 12162] (the “Second Revised Proposed Order”), incorporating the Revisions discussed at the Hearing.

PLEASE TAKE FURTHER NOTICE that, on March 9, 2020, the Oversight Board filed a third revised proposed order [ECF No. 12179] (the “Third Revised Proposed Order”), which

² Capitalized terms used herein but not otherwise defined shall have the meanings given to them in the Motion.

(i) added a location in Ponce for hand-delivery of Information Forms, and (ii) incorporated comments received from the Court regarding the Spanish translations of the Return Date Notice and the Reminder Notice.

PLEASE TAKE FURTHER NOTICE that the Oversight Board is filing a fourth revised proposed order, which (i) changes the date by which the Debtors, through Prime Clerk, are authorized and directed to cause a copy of the Return Date Notice along with an Information Form, to be sent by United States Postal Service first-class mail, postage prepaid, to each Employee Claimant for whom the Debtors have a mailing address and require additional information to assist in calculating such Employee Claimant's claim amount, to on or before March 19, 2020, (ii) (a) changes the date by which Prime Clerk causes a copy of a notice, substantially in the form of the Return Date Notice, to be published to on or before March 19, 2020 (or as soon as practicable thereafter) and (b) clarifies that the Return Date Notice (and not Reminder Date Notice) should be published on or before such date, (iii) changes the Return Date to May 21, 2020, and (iv) amends the date at which the collection centers for hand delivery must be opened to no earlier than March 31, 2020 to comply with Executive Order 2020-023 issued on March 15, 2020 by the Governor of the Commonwealth, and to the protect the health and well-being of Prime Clerk's employees and the residents of the Commonwealth, as **Exhibit A** (the "Fourth Revised Proposed Order").

PLEASE TAKE FURTHER NOTICE that, attached hereto as **Exhibit B** is a redline comparison between the Third Revised Proposed Order and the Fourth Revised Proposed Order.

WHEREFORE the Debtors respectfully request the Court (a) enter the Fourth Revised Proposed Order granting the relief requested in the Motion, and (b) grant the Debtors such other relief as is just and proper.

Dated: March 17, 2020
San Juan, Puerto Rico

Respectfully submitted,

/s/ Brian S. Rosen

Martin J. Bienenstock (*pro hac vice*)
Brian S. Rosen (*pro hac vice*)
PROSKAUER ROSE LLP
Eleven Times Square
New York, NY 10036
Tel: (212) 969-3000
Fax: (212) 969-2900

*Attorneys for the Financial Oversight and
Management Board as representative for the
Debtors*

/s/ Hermann D. Bauer

Hermann D. Bauer
USDC No. 215205
O'NEILL & BORGES LLC
205 Muñoz Rivera Ave., Suite 800
San Juan, PR 00918-1813
Tel: (787) 764-1813
Fax: (787) 753-8944

*Co-Attorney for the Financial Oversight and
Management Board as representative for the
Debtors*

Exhibit A

Fourth Revised Proposed Order

Exhibit B

Redline